

United States District Court  
Southern District of New York

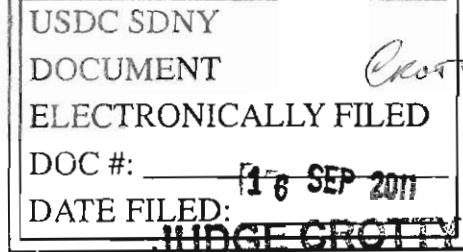
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Alpha Capital Anstalt,

Plaintiff,

v.

Advanced Cell Technology, Inc.,

Defendant.  
-----x



Order To Show Cause

**11 CIV 6458**

Upon the annexed affirmation of Konrad Ackermann, affirmed under penalties of perjury on September 14, 2011, upon the Summons and Complaint and all prior pleadings and proceedings heretofore had herein,

Let Defendant Advanced Cell Technology, Inc. ("ACTI") show cause before Hon.

Paul A. Crotty, U.S.D.J. in Courtroom 9A at the Courthouse located at 500 Pearl Street, New York, New York 10007 on the 3<sup>rd</sup> day of October, 2011 at 2:15P M. or as soon thereafter

as counsel can be heard why an order pursuant to Fed. R. Civ. P. Rule 65 and 28 U.S.C. §2201 should not be entered, pending final determination of this action, directing ACTI to deliver immediately at least 39,514,859 shares of its common stock to Alpha Capital pursuant to the terms of the ACTI Warrants and Convertible Promissory Notes held by Alpha Capital.

Sufficient cause appearing therefor, it is

Ordered that answering papers, if any, must be served on Kenneth A. Zitter, Esq., 260 Madison Avenue, 18th Floor, New York, New York 10016, <sup>at the Court and Filed on ECF,</sup> at least three days prior to the return date hereof; and it is further,

Ordered that ACTI respond to the one interrogatory annexed as Exhibit D to the Ackermann Affirmation, at least three days prior to the return date hereof; and it is further

Ordered that service of the Order to Show Cause, together with the papers upon which it is based, and the Summons and Complaint, by overnight express mail to Advanced Cell Technology, Inc., 33 Locke Drive, Marlborough, MA 01752, att: Gary Rabin, Chief Executive Officer, the address listed as its principal place of business in its filings with the Securities Exchange Commission, and to P.O. Box 1700, Santa Monica, CA 90406, att: Gary Rabin, Chief Executive Officer, the address listed on its website, such mailings to take place on or before ~~6pm~~ September 16, 2011, be deemed good and sufficient service.

Dated: New York, New York  
September 16, 2011

ENTER:

  
\_\_\_\_\_  
U.S.D.J.  
